

211 CMR 8.00: INVESTMENTS OF OFFICERS, DIRECTORS, AND PRINCIPAL STOCK-
HOLDERS OF DOMESTIC STOCK INSURANCE COMPANIES

Section

8.01: Memorandum of Order Relative to Adopting Forms for Filing Statements Under M.G.L. c. 175,
§ 193I(b)

8.02: Form 3

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8.01: Memorandum of Order Relative to Adopting Forms for Filing Statements Under M.G.L. c. 175,
§ 193I(b)

WHEREAS, the Commissioner of Insurance is authorized to prescribe forms for the reporting of investments of officers, directors and principal stockholders of domestic stock insurance companies under M.G.L. c. 175, § 193I(b); and

WHEREAS, notice was given to all domestic stock insurance companies of the Commonwealth on September 20, 1965, that data, views and arguments in regard to such forms would be considered if submitted in writing to the Department on or before October 22, 1965; and

WHEREAS, it appears necessary and appropriate in the public interest to prescribe forms for the purpose of uniformity in reporting and compliance with the provisions of M.G.L. c. 175, § 193I(b);

NOW, THEREFORE, being fully informed, it is hereby ordered that Form 3 -- Initial Statement of Beneficial Ownership of Securities with Instructions and Form 4 -- Statement of Changes in Beneficial Ownership of Securities with Instructions, all of which are attached hereto, are prescribed as the forms for filing the required statements under M.G.L. c. 175, § 193I(b).

8.02: Form 3

COMMONWEALTH OF MASSACHUSETTS

Commissioner of Insurance

FORM 3

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to M.G.L. c. 175, § 193I.

(Name of insurance company)

(Name of person whose ownership is reported)

Business address of such person; street, city, zone, state)

Relationship of such person to company named above. (See instruction 5)

Date of event which requires the filing of this statement
(See instruction 6)

8.02: continued

SECURITIES BENEFICIALLY OWNED

TITLE OF SECURITY	NATURE OF OWNERSHIP	AMOUNT OWNED
(See instruction 7)	(See instruction 8)	Beneficially
	(See instruction 9)	

REMARKS: (See instruction 10)	I affirm under penalty of perjury that the foregoing is full, true, and correct.
Date	of statement
	(Signature)

INSTRUCTIONS

- (1) Persons Required to File Statements. A statement on this form is required to be filed by every person who is directly or indirectly the beneficial owner of more than 10% of any class of any equity security of a Massachusetts stock insurance company, or who is a director or an officer of such company.
- (2) When Statements Are to Be Filed.
- (a) Persons who hold any of the relationships specified in Instruction 1 are required to file a statement by Feb. 1, 1966 or within ten days after assuming such relationship, whichever date is later.
 - (b) Statements are not deemed to have been filed with the Commissioner until they have actually been received by him.
- (3) Where Statements Are to Be Filed. One signed copy of each statement shall be filed with the Commissioner of Insurance, Government Center, State Office Building, 100 Cambridge Street, Boston, Massachusetts.
- (4) Separate Statement for Each Company. A separate statement shall be filed with respect to the securities of each company.
- (5) Relationship of Reporting Person to Company. Indicate clearly the relationship of the reporting person to the company; for example, "Director", "Director and Vice President", "Beneficial owner of more than 10% of the company's common stock", *etc.*
- (6) Date at Which Beneficial Ownership Is to Be Given. The information as to beneficial ownership of securities shall be given as of Dec. 31, 1965 or, in the case of persons who subsequently assume any of the relationships specified in Instruction 1, as of the date that relationship was assumed.
- (7) Title of Security. The statement of the title of a security shall be such as clearly to identify the security even though there may be only one class; for example, "Class A Common Stock", "\$6 Convertible Preferred Stock", "5% Debentures Due 1965", *etc.*

8.02: continued

(8) Nature of Ownership. Under "Nature of ownership", state whether ownership of the securities is "direct" or "indirect". If the ownership is indirect, *i.e.*, through a partnership, corporation, trust or other entity, indicate, in a footnote or other appropriate manner, the name or identity of the medium through which the securities are indirectly owned. The fact that securities are held in the name of a broker or other nominee does not, of itself, constitute indirect ownership. Securities owned indirectly shall be reported on separate lines from those owned directly and also from those owned through a different type of indirect ownership.

(9) Statement of Amount Owned. In stating the amount of securities beneficially owned, give the face amount of debt securities or the number of shares or other units of other securities. In the case of securities owned indirectly, the entire amount of securities owned by the partnership, corporation, trust or other entity shall be stated. The person whose ownership is reported may, if he so desires, also indicate in a footnote, or other appropriate manner, the extent of his interest in the partnership, corporation, trust or other entity.

(10) Inclusion of Additional Information. A statement may include any additional information or explanation deemed relevant by the person filing the statement.

(11) Signature. If the statement is filed for a corporation, partnership, trust, *etc.*, the name of the organization shall appear over the signature of the officer or other person authorized to sign the statement. If the statement is filed for an individual, it shall be signed by him or specifically on his behalf by a person authorized to sign for him.

8.03: Form 4

COMMONWEALTH OF MASSACHUSETTS

Commissioner of Insurance

Form 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to M.G.L. c. 175, § 193I.

(Name of insurance company)

(Name of person whose ownership is reported)

(Business address of such person; street, city, zone, state)

Relationship of such person to company named above (See instruction 5):

Statement for Calendar Month of _____, 19 ____

CHANGES DURING MONTH AND MONTH-END OWNERSHIP (see instruction 6)

Title of Security (See instruction 7)	Date of Transaction (See instruction 8)	Amount Bought or Otherwise Acquired (See instruction 9)	Amount Sold or otherwise disposed of (See instruction 9)	Nature of Ownership (See instruction 10)	Amount Owned beneficially at end of month (See instruction 9)

REMARKS: (See instruction 11)

I affirm under penalty of perjury that the foregoing is full, true, and correct.

(Signature)

Date of statement

8.03: continued

INSTRUCTIONS

- (1) Persons Required to File Statements. Statements on this form are required to be filed by every person who at any time during any calendar month was directly or indirectly the beneficial owner of more than 10% of any class of equity security of a Massachusetts stock insurance company, or a director or officer of the company which is the issuer of such securities, and who during such month had any change in his beneficial ownership of any class of equity security of such company.
- (2) When Statements Are to Be Filed. Statements are required to be filed on or before the tenth day after the end of each month in which any change in beneficial ownership has occurred. Statements are not deemed to have been filed with the Commissioner until they have actually been received by him.
- (3) Where Statements Are to Be Filed. One signed copy of each statement shall be filed with the Commissioner of Insurance, Government Center, State Office Building, 100 Cambridge Street, Boston, Massachusetts.
- (4) Separate Statement for Each Company. A separate statement shall be filed with respect to the securities of each company.
- (5) Relationship of Reporting Person to Company. Indicate clearly the relationship of the reporting person to the company; for example, "Director", "Director and Vice President", "Beneficial owner of more than 10% of the company's common stock", *etc.*
- (6) Transactions and Holdings to Be Reported. Every transaction shall be reported even though purchases and sales during the month are equal or the change involves only the nature of ownership; for example, from direct to indirect ownership. Beneficial ownership at the end of the month of all classes of securities required to be reported shall be shown even though there has been no change during the month in the ownership of securities of one or more classes.
- (7) Title of Security. The statement of the title of the security shall be such as clearly to identify the security even though there may be only one class; for example, "Class A Common Stock", "\$6 Convertible Preferred Stock", "5% Debentures Due 1965", *etc.*
- (8) Date of Transaction. The exact date (month, day and year) of each transaction shall be stated opposite the amount involved in the transaction.
- (9) Statement of Amounts of Securities. In stating the amount of the securities acquired, disposed of, or beneficially owned, give the face amount of debt securities or the number of shares or other units of other securities. In the case of securities owned indirectly, *i.e.*, through a partnership, corporation, trust or other entity, the entire amount of securities involved in the transaction or owned by the partnership, corporation, trust or other entity shall be stated. The person whose ownership is reported may, if he so desires, also indicate in a footnote or other appropriate manner, the extent of his interest in the transaction or holdings of the partnership, corporation, trust or other entity.
- (10) Nature of Ownership. Under "Nature of ownership", state whether ownership of the securities is "direct" or "indirect". If the ownership is indirect, *i.e.*, through a partnership, corporation, trust or other entity, indicate in a footnote, or other appropriate manner, the name or identity of the medium through which the securities are indirectly owned. The fact that securities are held in the name of a broker or other nominee does not, of itself, constitute indirect ownership. Securities owned indirectly shall be reported on separate lines from those owned directly and from those owned through a different type of indirect ownership.

8.03: continued

(11) Character of Transaction. If the transaction was with the issuer of the securities, so state. If it involved the purchase of securities through the exercise of options, so state and give the exercise price per share. If any other purchase or sale was effected otherwise than in the open market, that fact shall be indicated. If the transaction was not a purchase or sale, indicate its character; for example, gift, 5% stock dividend, *etc.*, as the case may be. The foregoing information may be appropriately set forth in the table or under "Remarks" at the end of the table.

(12) Inclusion of Additional Information. A statement may include any additional information or explanation deemed relevant by the person filing the statement.

(13) Signature. If the statement is filed for a corporation, partnership, trust, *etc.*, the name of the organization shall appear over the signature of the officer or other person authorized to sign the statement. If the statement is filed for an individual, it shall be signed by him or specifically on his behalf by a person authorized to sign for him.

REGULATORY AUTHORITY

211 CMR 8.00: M.G.L. c. 175, § 193I.